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# the AMAZING SPIDER-MAN

THE  
FANTASTIC FOUR  
THINK I'M TRAPPED!  
BUT THEY DON'T  
SUSPECT MY  
REAL POWER!

2  
GREAT  
FEATURE-LENGTH  
SPIDER-MAN  
THRILLERS!



EXTRA ADDED ATTRACTION: SPIDER-MAN MEETS THE FANTASTIC FOUR, AS  
"the **CHAMELEON STRIKES!**"

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# SPIDER-MAN

SCRIPT: STAN LEE • ART: STEVE DITKO • LETTERING: JOHNNY DEE

NOTE: SPIDER-MAN FIRST APPEARED AS A FEATURE IN **AMAZING FANTASY** #15 AUG.! SO GREAT WAS YOUR RESPONSE VIA LETTERS AND POSTCARDS, THAT IT WAS DECIDED TO GIVE HIM HIS OWN MAGAZINE! A BRIEF SUMMARY FOLLOWS...

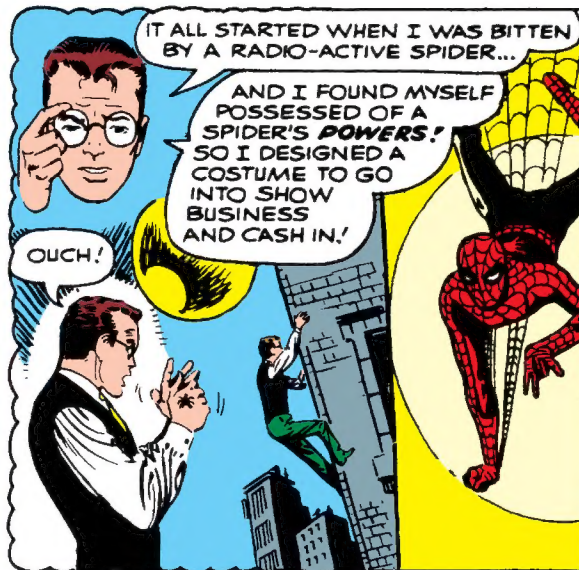
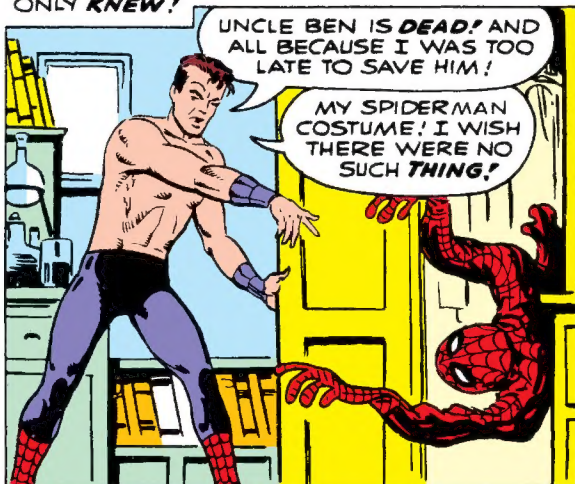
**FREAK!**  
**PUBLIC**  
**MENACE!**



**SURE, YOU'VE READ MANY STORIES ABOUT MANY DIFFERENT MAGAZINE HEROES! BUT THERE'S NEVER BEEN A STORY LIKE THIS ONE-- BECAUSE THERE'S NEVER BEEN A HERO LIKE---**  
**SPIDERMAN!**



OUR SCENE IS THE BEDROOM OF PETER PARKER, THE TEEN-AGE STUDENT WHOM MANY CONSIDER TO BE A SHY BOOKWORM... BUT, OH, IF THEY ONLY **KNEW!**



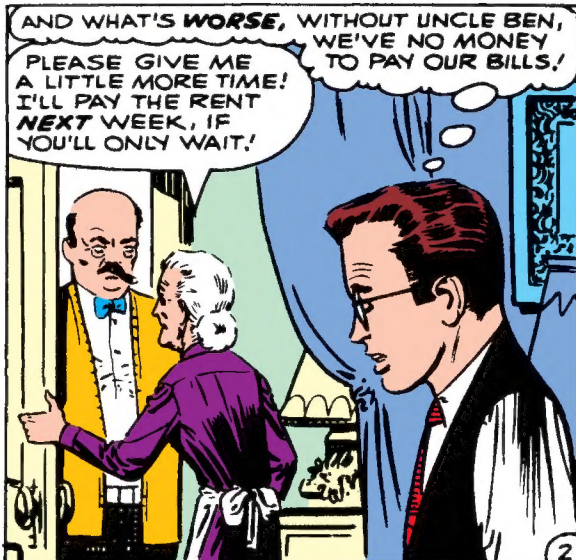
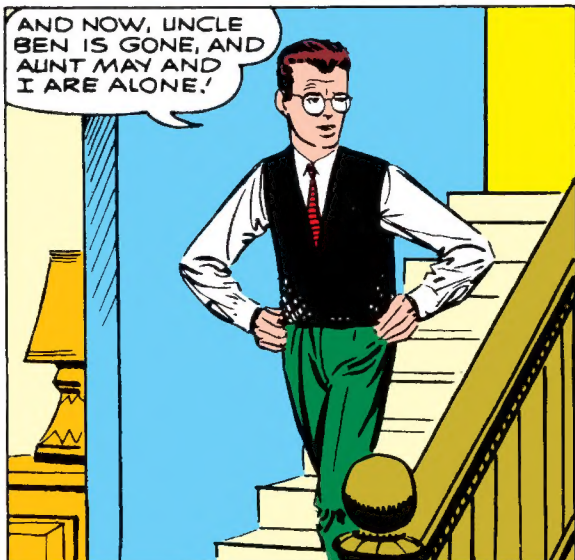
"BUT WHILE I WAS BUSY SHOWING OFF, AN ARMED BURGLAR FIRED ONE FATAL SHOT AT UNCLE BEN WHEN HE WAS SURPRISED ROBBING OUR HOUSE!"



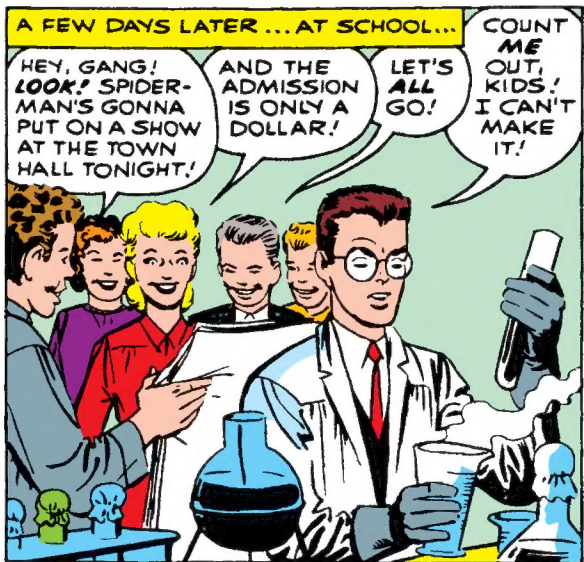
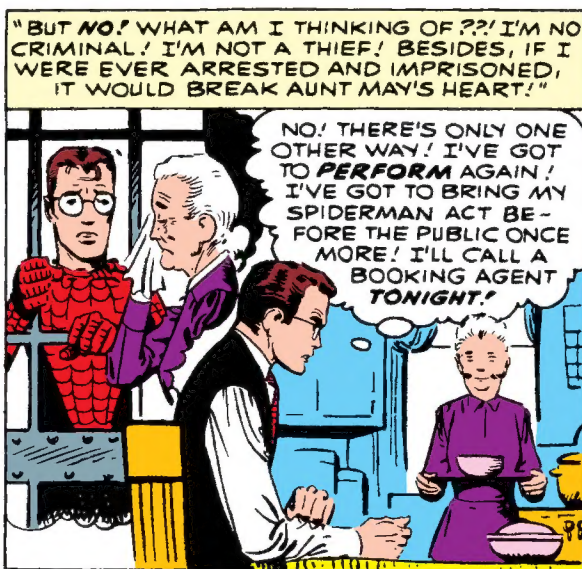
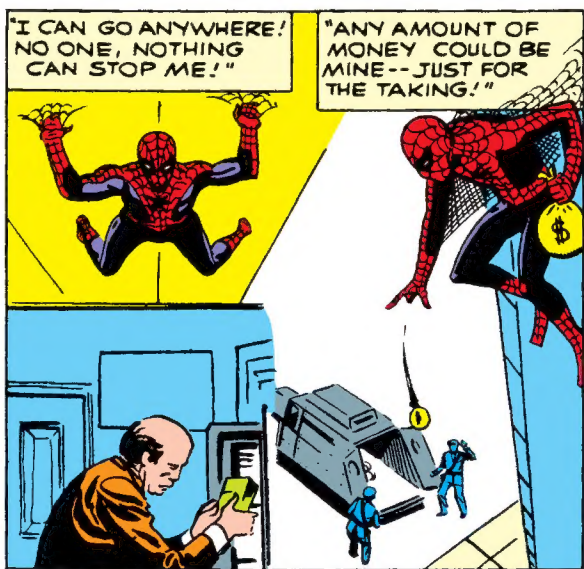
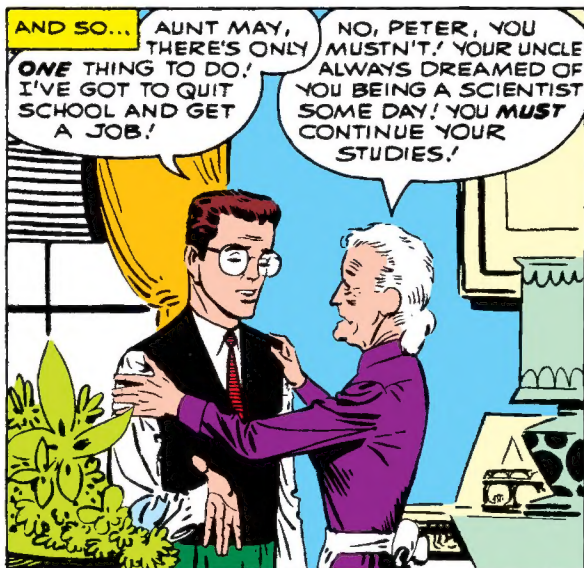
"AS SOON AS I LEARNED WHAT HAD HAPPENED, I SPED THRU THE CITY VIA MY SPIDER'S WEB, LUSTING FOR VENGEANCE!"



"AND I SOON CAUGHT THE KILLER, AND TURNED HIM OVER TO THE POLICE!"

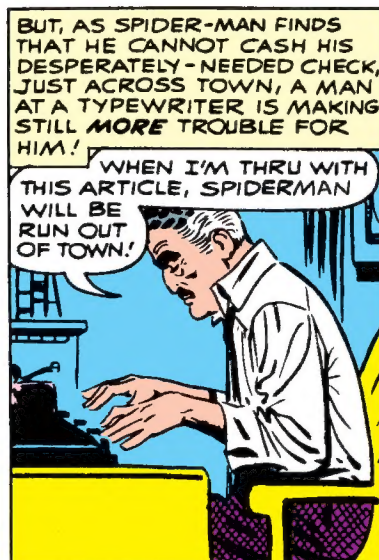
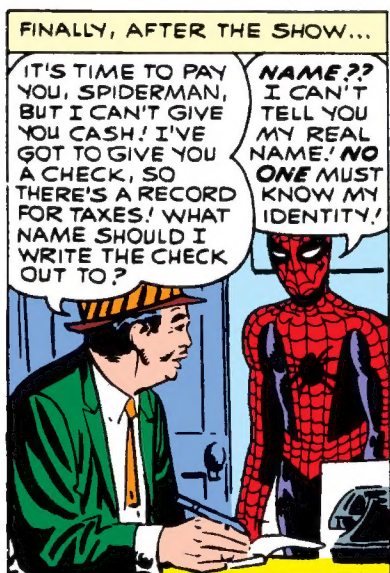




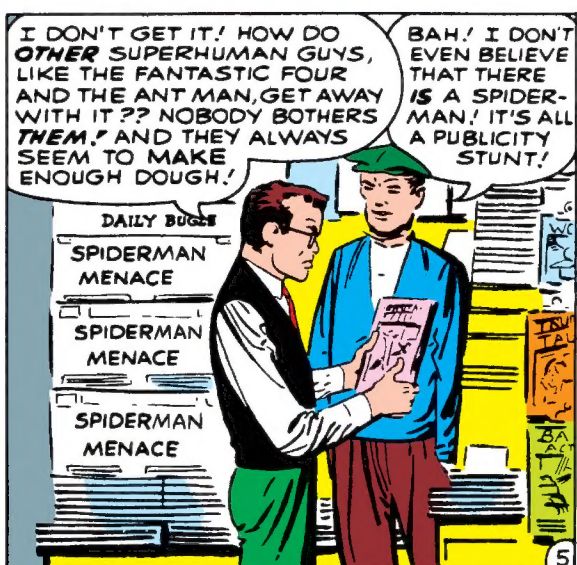
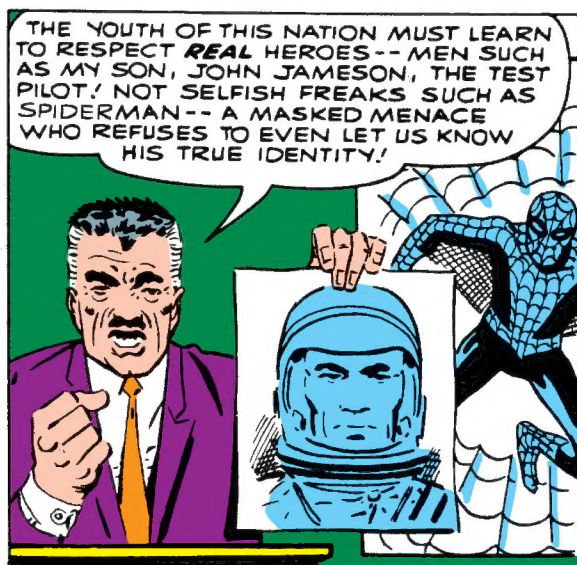
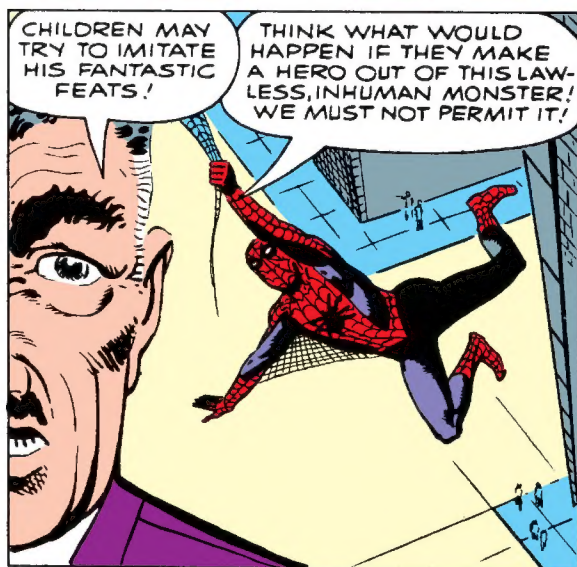




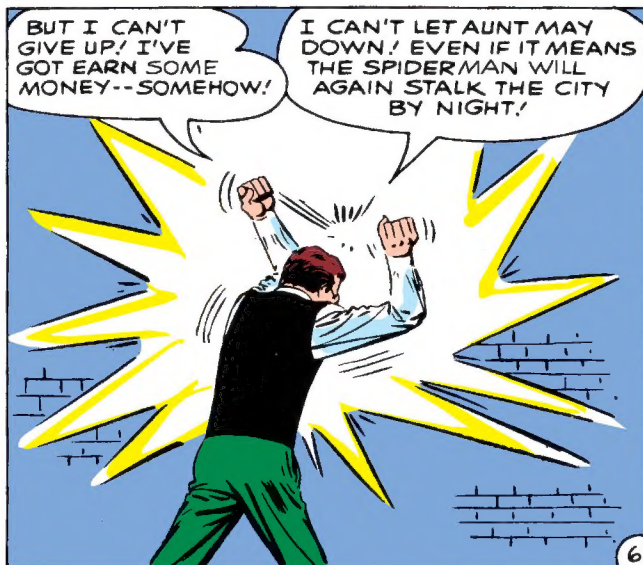
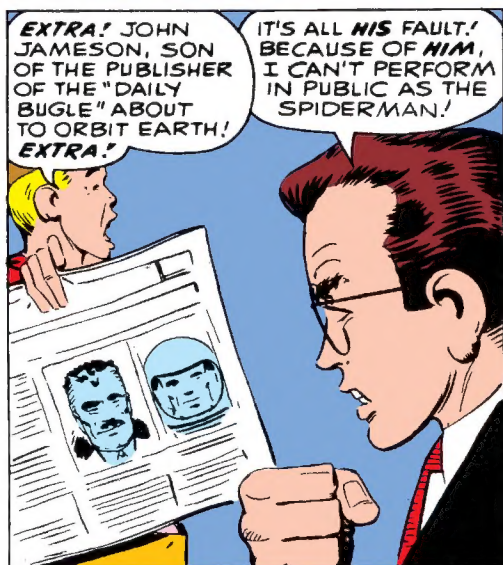
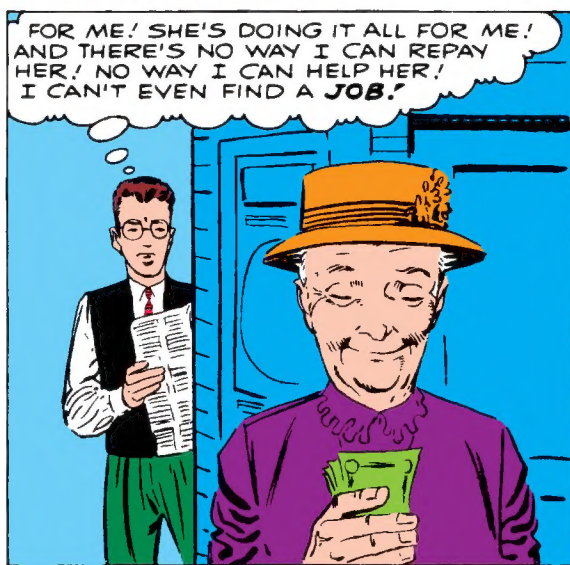
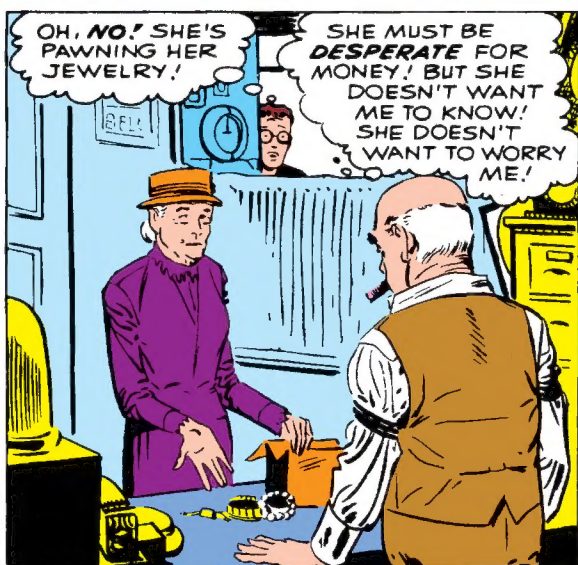
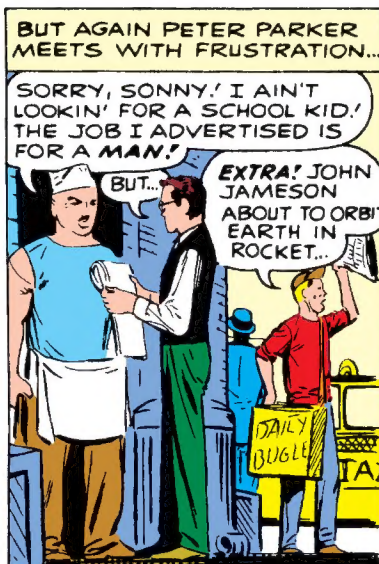
THAT NIGHT, AS THE AUDIENCE IS AMAZED BY SPIDERMAN'S PROWESS, NONE SUSPECT THE **REAL** REASON THAT PETER PARKER COULDN'T BE IN THE AUDIENCE ...













# SPIDER-MAN

NEXT DAY, HAVING NOTHING BETTER TO DO, PETER PARKER FINDS HIMSELF AMONG THE SPECTATORS ANXIOUSLY AWAITING THE ORBIT FLIGHT OF JOHN JAMESON.

**PART  
2**

IT SURE MUST TAKE A LOT OF COURAGE TO GO UP IN ONE OF **THOSE** BABIES!

I'LL BET EVEN **SPIDER-MAN** WOULD THINK TWICE BEFORE VOLUNTEERING FOR **THIS** RIDE, HUH?

I SUPPOSE SO...

FIFTEEN MINUTES TO BLAST-OFF! ALL UNAUTHORIZED PERSONNEL CLEAR THE FIELD!



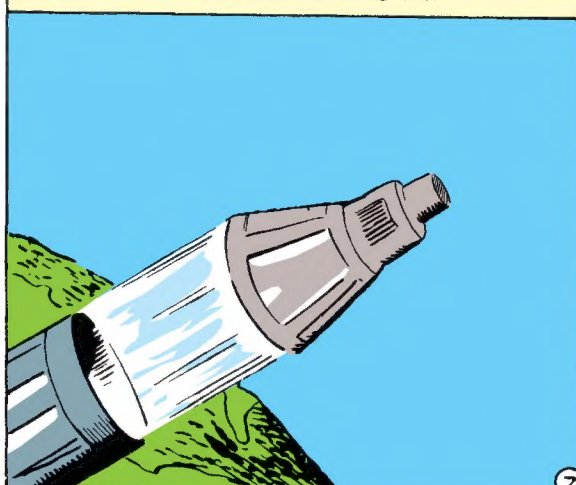
THIS IS IT, JOHN! MAKE YOUR COUNTRY PROUD OF YOU, SON-- AS PROUD AS I, YOUR FATHER, AM TODAY!

I'LL DO MY BEST, DAD-- I PROMISE!

GOOD LUCK TO YOU, BOY!

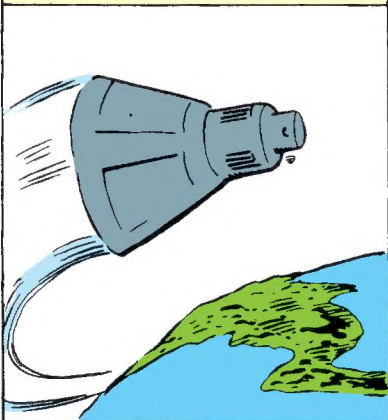


MINUTES LATER, THE CAPSULE, WITH JOHN JAMESON INSIDE, IS SET IN ORBIT BY A PERFECT LAUNCH ...





BUT THEN, DISASTER STRIKES! A SMALL SECTION OF THE FORWARD GUIDANCE PACKAGE BREAKS LOOSE FROM THE CAPSULE, AND FALLS INTO SPACE ...

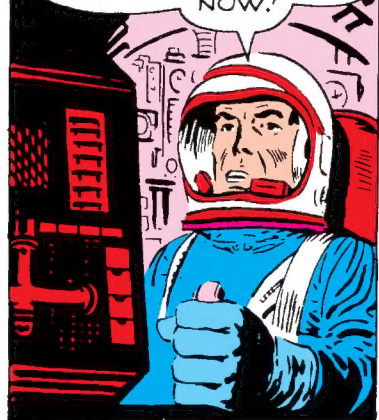


WITHOUT THIS ESSENTIAL GUIDANCE UNIT, THE CAPSULE GOES INTO AN ERRATIC ORBIT, COMPLETELY OUT OF CONTROL!



SOMETHING'S WRONG! I CAN'T CONTROL HER!

THIS FLASHING RED LIGHT! IT CAN MEAN ONLY ONE THING! I'VE LOST THE HEART OF THE GUIDANCE DEVICE! THERE IS NO WAY TO DIRECT THE CAPSULE NOW!



MEANWHILE, MILES AWAY...

WHAT *IS* IT? WHAT WENT WRONG?

CAPSULE IS OUT OF CONTROL, SIR! COMPONENT 24-3B HAS BROKEN LOOSE! **CONDITION RED!**

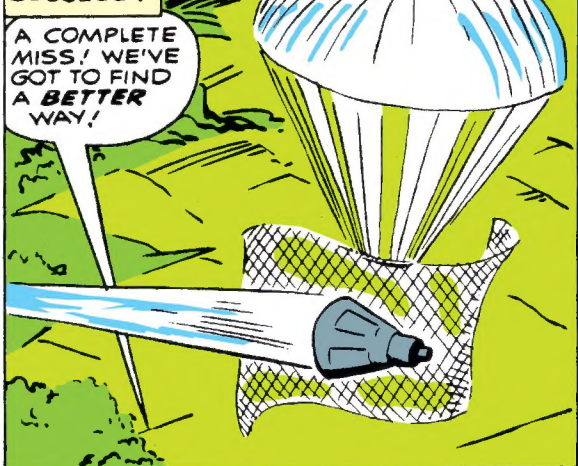


WHAT'S THAT ?? WITHOUT THE MISSING PART HE WILL CONTINUE TO GO INTO LOWER AND LOWER ORBIT UNTIL HE CRASHES TO EARTH!

GENTLEMEN, WE HAVEN'T MUCH TIME! WE MUST FIND **SOME** WAY TO SAVE JOHN JAMESON'S LIFE, EVEN THOUGH THE CAPSULE IS DOOMED!

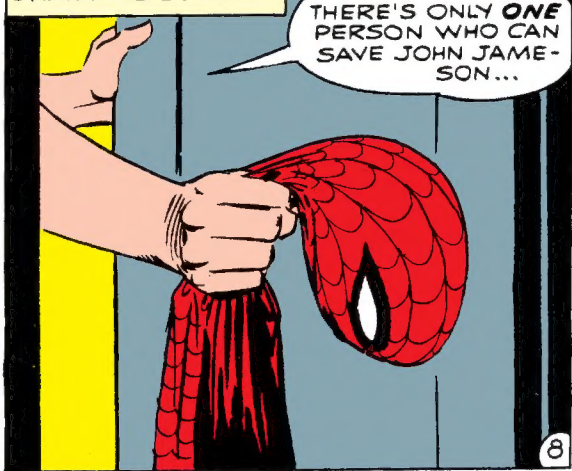


ACTING WITH DESPERATE SPEED, THE SPACE TECHNICIANS ATTEMPT TO DROP A STEEL NET TO CATCH THE CAPSULE, BUT WITH NO SUCCESS!



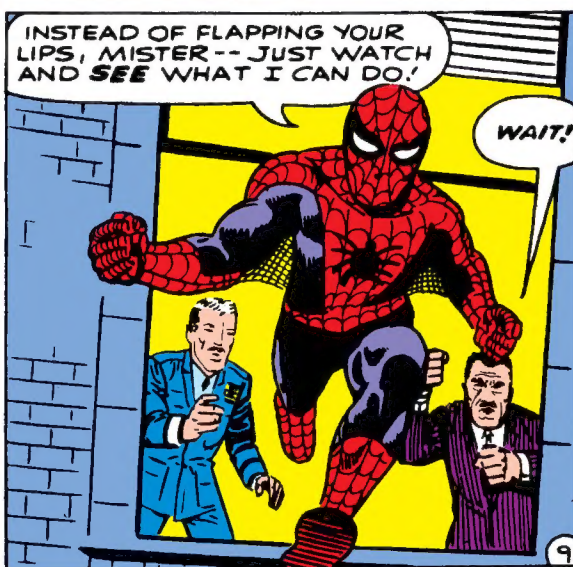
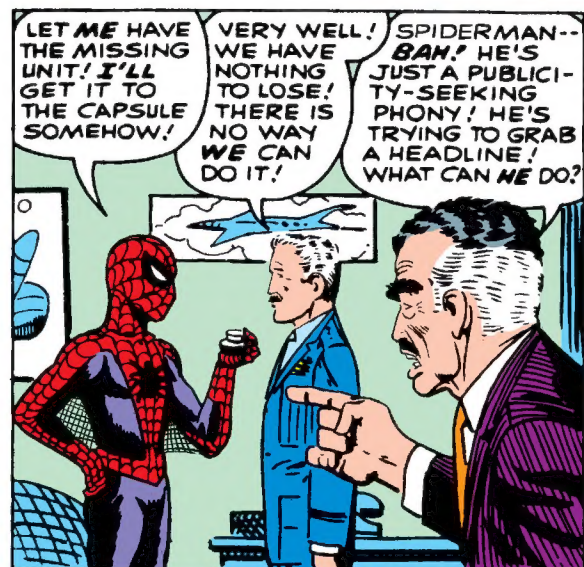
A COMPLETE MISS! WE'VE GOT TO FIND A **BETTER** WAY!

WHILE, UNSUSPECTED BY ALL, A BETTER WAY **DOES** EXIST! IN THE FORM OF PETER PARKER, WHO HAS OBSERVED THE ENTIRE DRAMATIC EVENT...

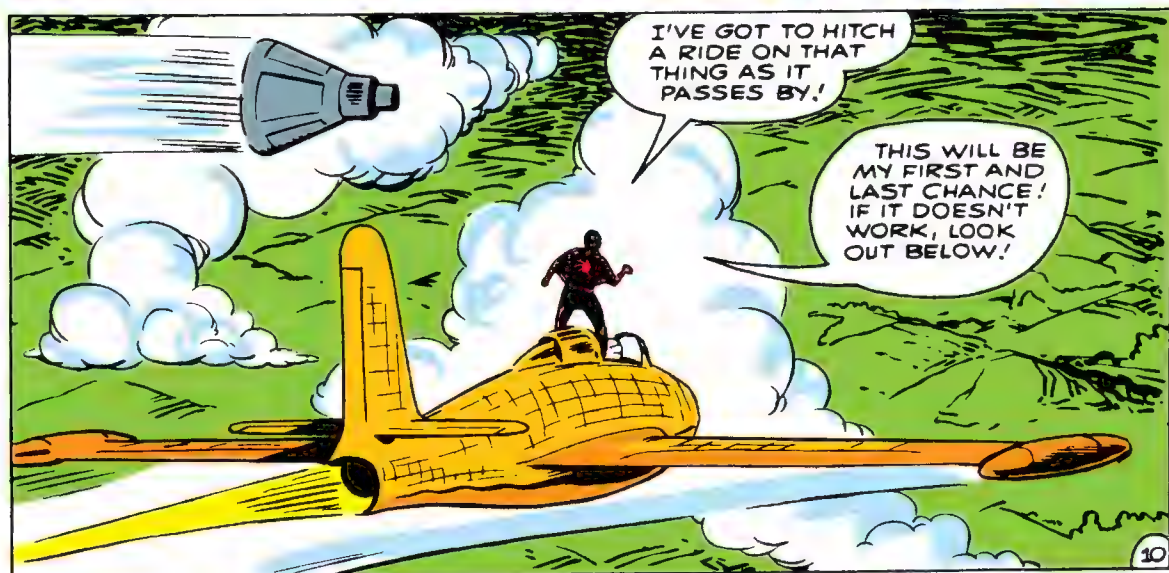
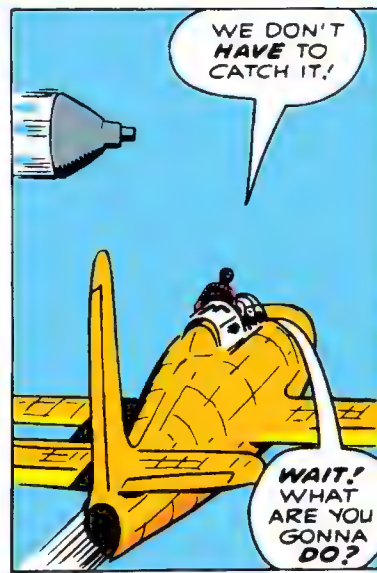
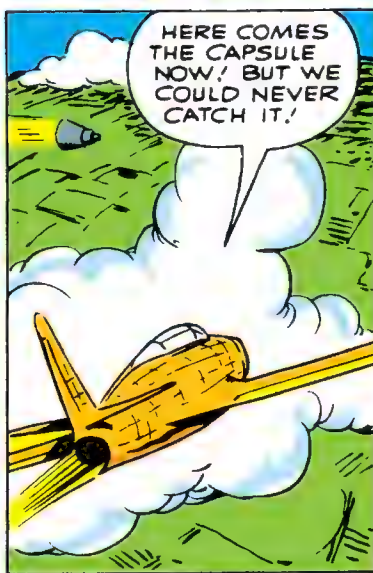
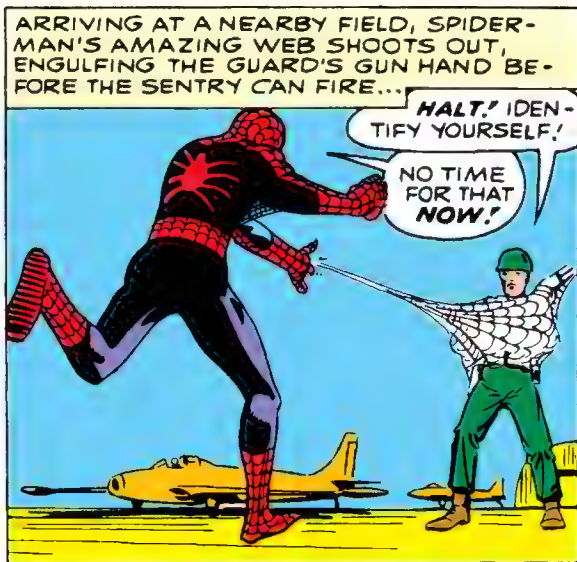
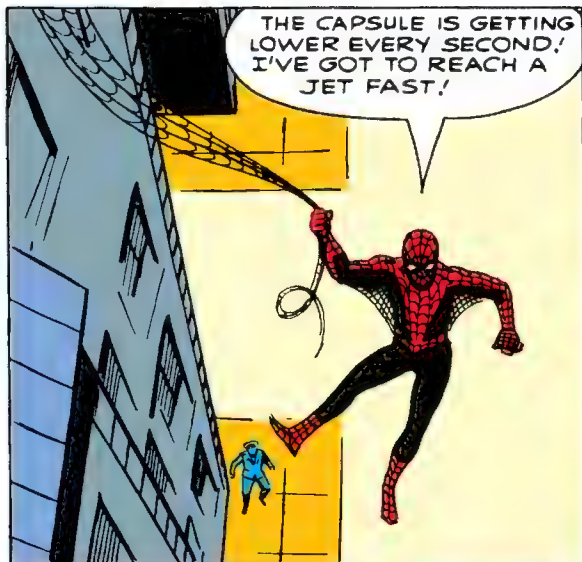


THERE'S ONLY **ONE** PERSON WHO CAN SAVE JOHN JAMESON...

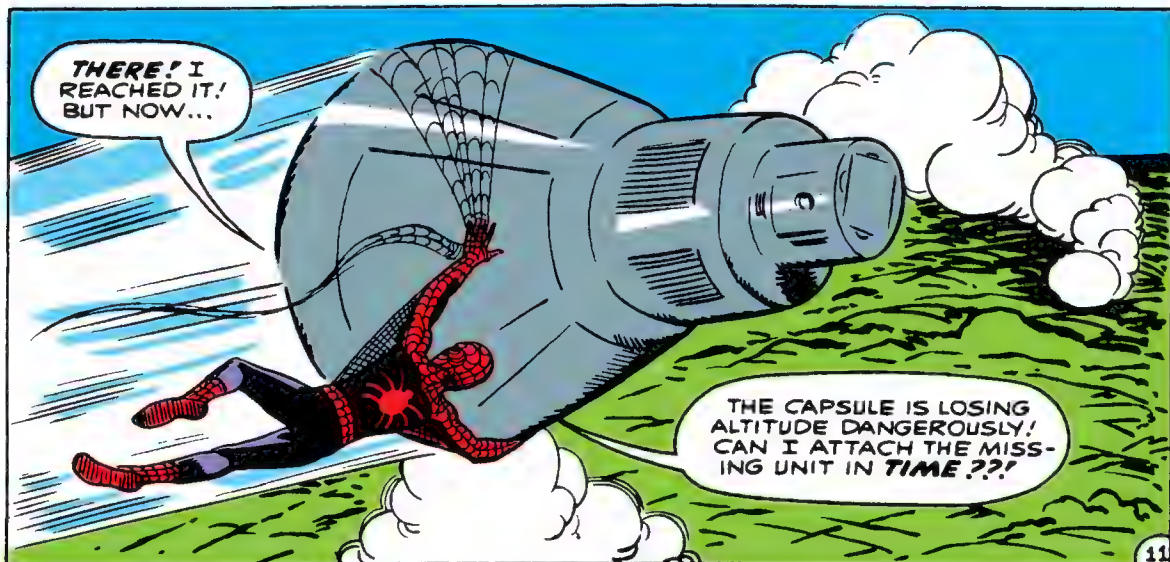
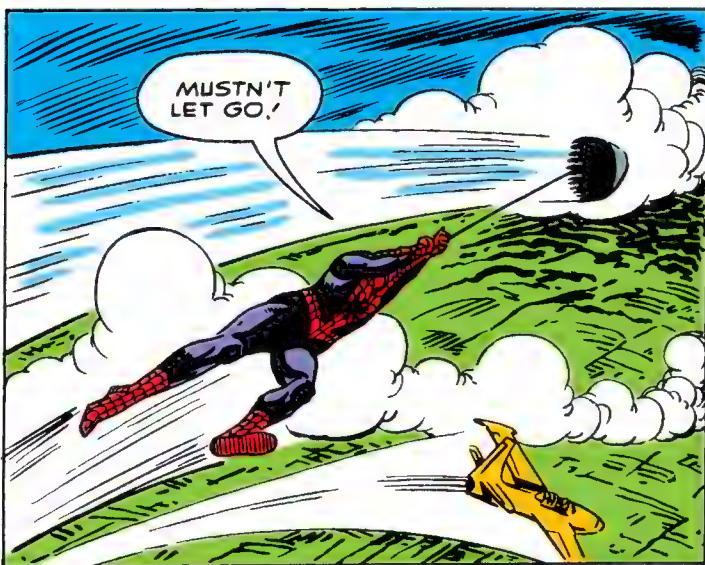
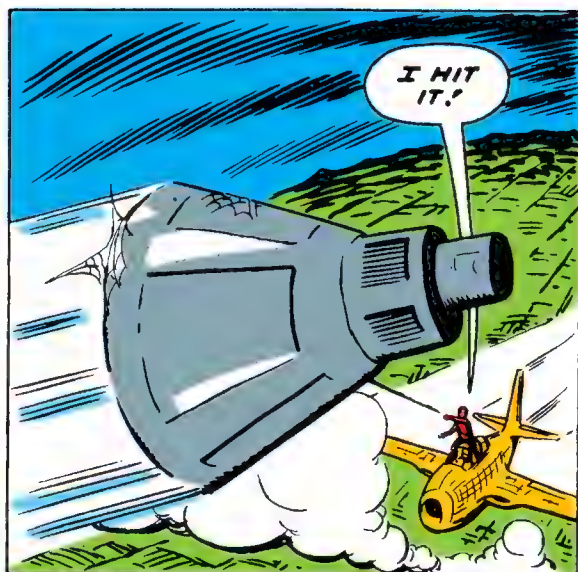














# SPIDER-MAN

**PART  
3**

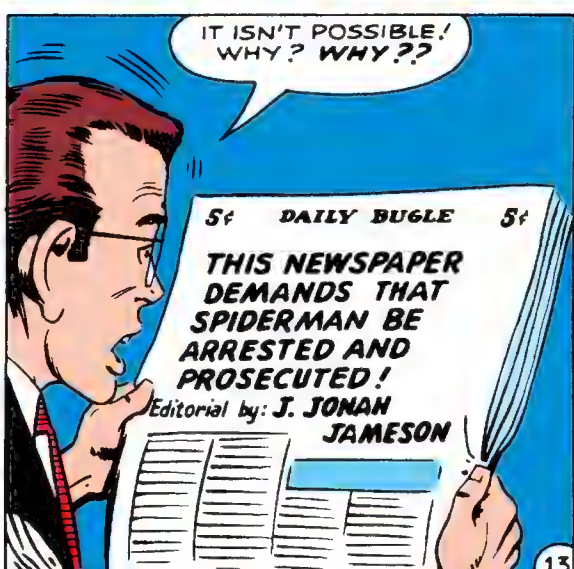
WHAT A LUCKY  
BREAK! IT FIT IN  
PLACE AS SMOOTH  
AS SILK!

AND, WITHIN THE CAPSULE...

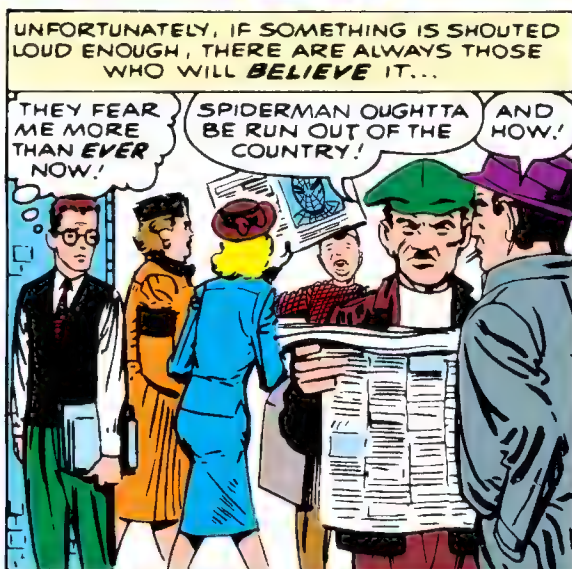
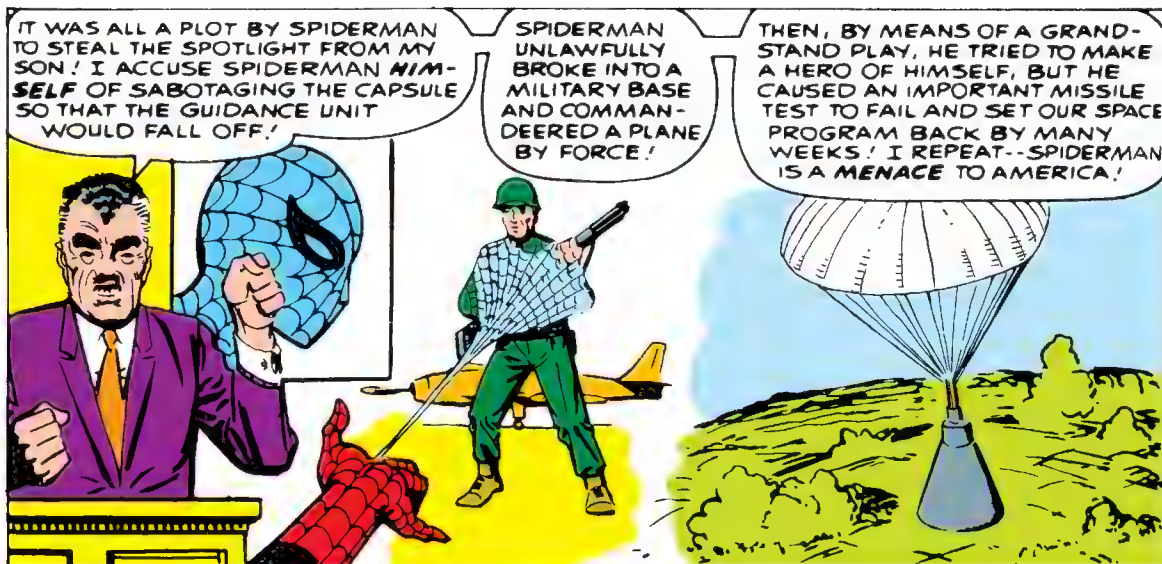
CAPSULE UNDER MANUAL  
CONTROL AGAIN! WILL  
EJECT CHUTE AND  
LAND IMMEDIATELY!

HE'S SAFE!  
I DID IT!

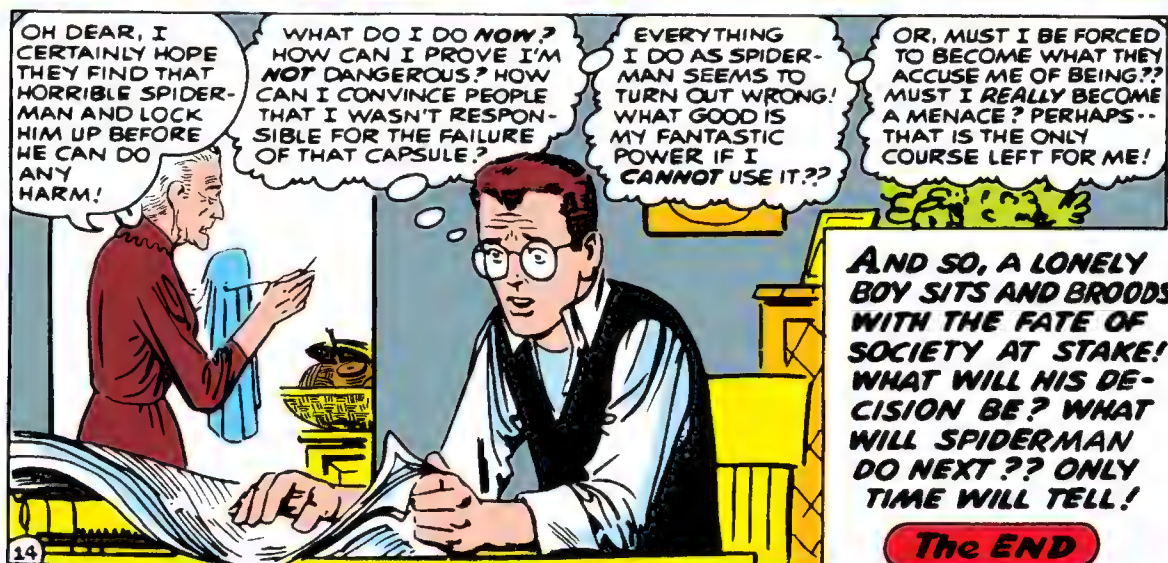









AND, FINALLY--UNDER PRESSURE OF THE ANGRY NEWSPAPERMAN'S CONTINUAL BARRAGE...

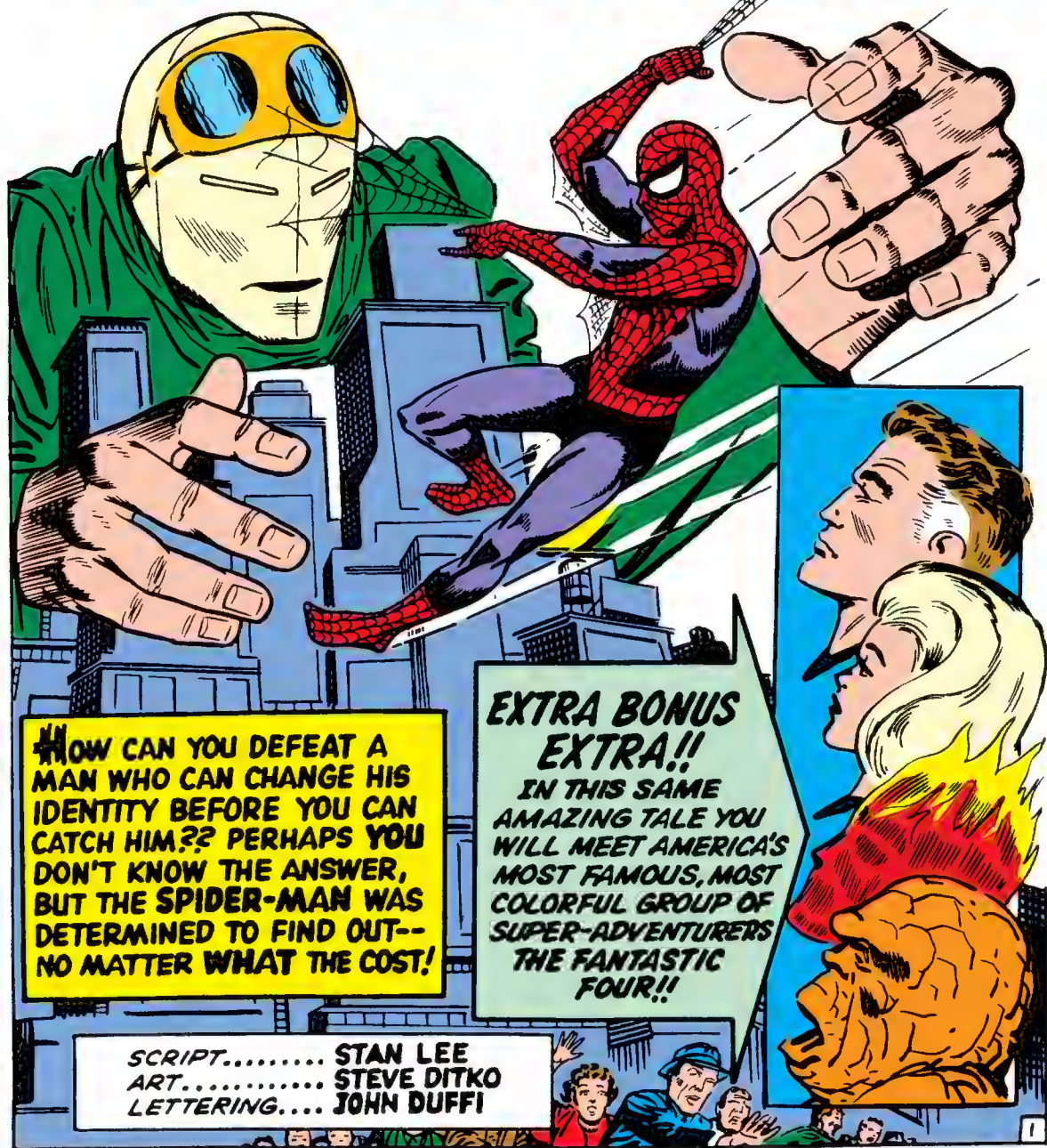






# SPIDER-MAN

## VS. THE CHAMELEON!



**HOW CAN YOU DEFEAT A MAN WHO CAN CHANGE HIS IDENTITY BEFORE YOU CAN CATCH HIM?? PERHAPS YOU DON'T KNOW THE ANSWER, BUT THE SPIDER-MAN WAS DETERMINED TO FIND OUT-- NO MATTER WHAT THE COST!**

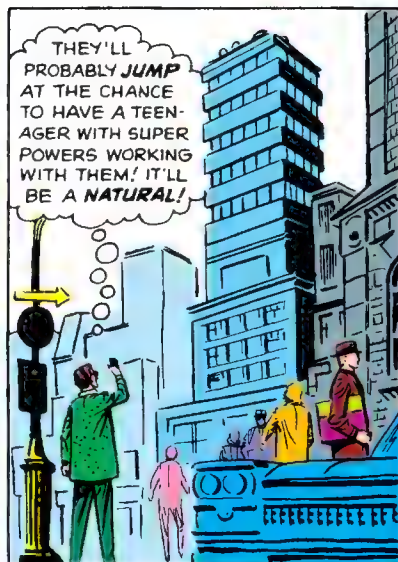
**EXTRA BONUS  
EXTRA!!**

**IN THIS SAME  
AMAZING TALE YOU  
WILL MEET AMERICA'S  
MOST FAMOUS, MOST  
COLORFUL GROUP OF  
SUPER-ADVENTURERS  
THE FANTASTIC  
FOUR!!**

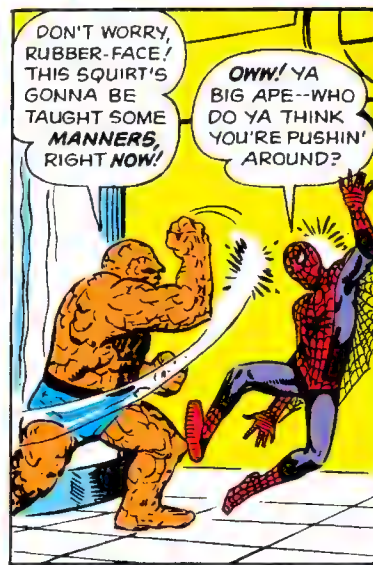
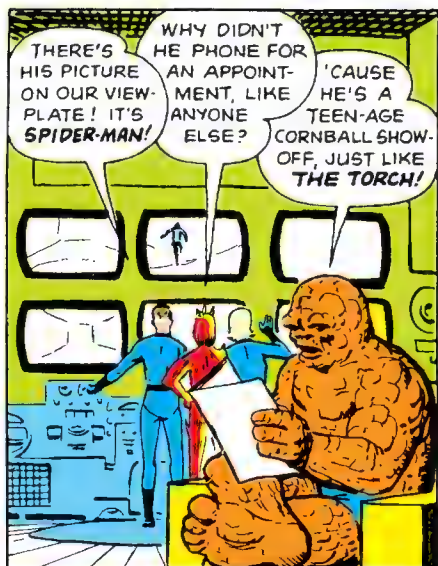
SCRIPT..... STAN LEE  
ART..... STEVE DITKO  
LETTERING.... JOHN DUFFI



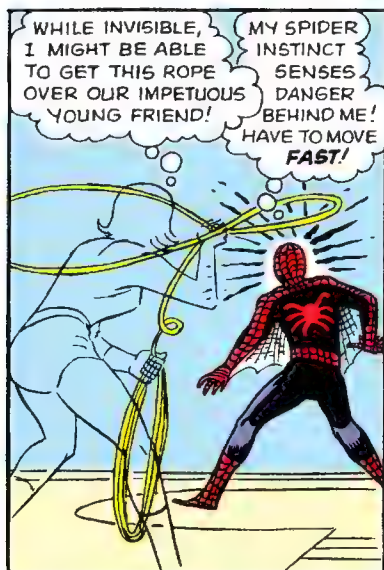






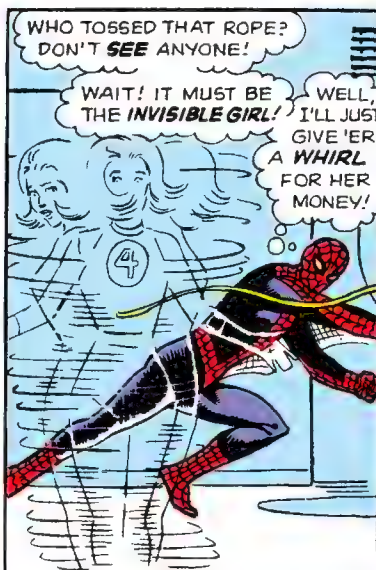






WHILE INVISIBLE, I MIGHT BE ABLE TO GET THIS ROPE OVER OUR IMPETUOUS YOUNG FRIEND!

MY SPIDER INSTINCT SENSES DANGER BEHIND ME! HAVE TO MOVE **FAST!**



WHO TOSSED THAT ROPE? DON'T **SEE** ANYONE!

WAIT! IT MUST BE THE **INVISIBLE GIRL!**

WELL, I'LL JUST GIVE 'ER A **WHIRL** FOR HER MONEY!



THAT'S **IT**, YOU ANIMATED INSECT! FUN'S OVER! I'LL SETTLE YOU NOW!

**FLAME ON!**

HE'S GOT ME IN A CIRCLE OF FLAME!



WELL, I'LL JUST JUMP OVER THAT **CLOWN'S** LITTLE TRAP...

...AND KEEP OUTTA REACH UNTIL HIS FLAME DIES DOWN!

THEN IT'LL BE MY TURN!

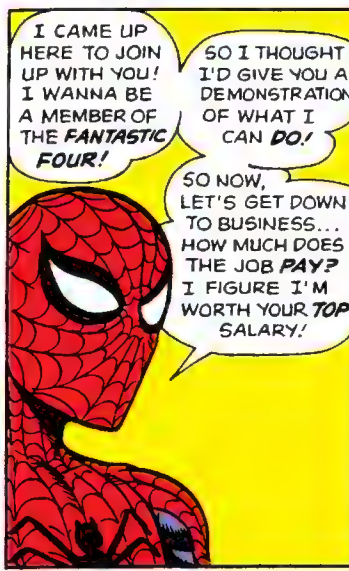
HEY! STAY STILL, DARN IT!



OKAY--THAT'S **IT!** NO MORE FUN AND GAMES, FELLA! SOMEONE MIGHT GET **HURT!** NOW, SUPPOSE YOU TELL US WHAT YOU'RE HERE FOR!

GET OUTTA THE WAY, KILL JOY! GIMME ANOTHER CRACK AT 'IM!

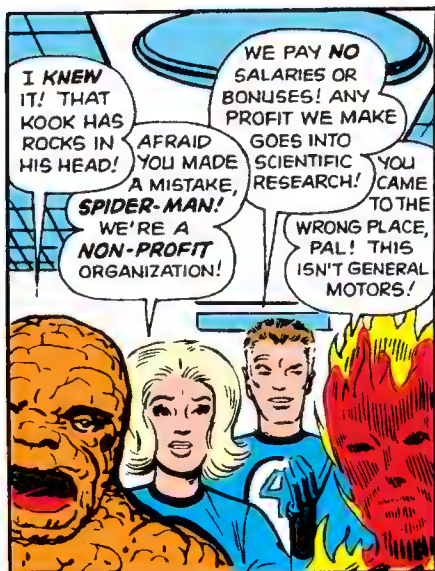
IT'S ABOUT TIME SOMEONE ASKED ME!



I CAME UP HERE TO JOIN UP WITH YOU! I WANNA BE A MEMBER OF THE **FANTASTIC FOUR!**

SO I THOUGHT I'D GIVE YOU A DEMONSTRATION OF WHAT I CAN **DO!**

SO NOW, LET'S GET DOWN TO BUSINESS... HOW MUCH DOES THE **JOB PAY?** I FIGURE I'M WORTH YOUR **TOP SALARY!**

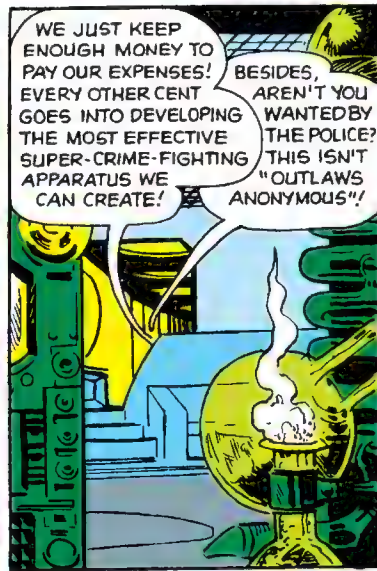


I **KNEW** IT! THAT KOOK HAS ROCKS IN HIS HEAD!

AFRAID YOU MADE A MISTAKE, **SPIDER-MAN!** WE'RE A **NON-PROFIT ORGANIZATION!**

WE PAY **NO** SALARIES OR BONUSES! ANY PROFIT WE MAKE GOES INTO SCIENTIFIC RESEARCH!

YOU CAME TO THE WRONG PLACE, PAL! THIS ISN'T GENERAL MOTORS!



WE JUST KEEP ENOUGH MONEY TO PAY OUR EXPENSES! EVERY OTHER CENT GOES INTO DEVELOPING THE MOST EFFECTIVE SUPER-CRIME-FIGHTING APPARATUS WE CAN CREATE!

BESIDES, AREN'T YOU WANTED BY THE POLICE? THIS ISN'T "OUTLAWS ANONYMOUS"!

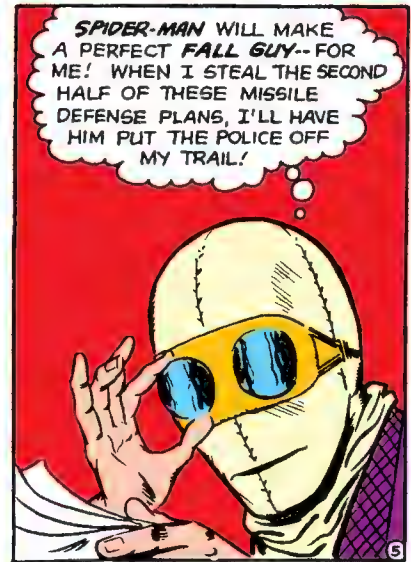
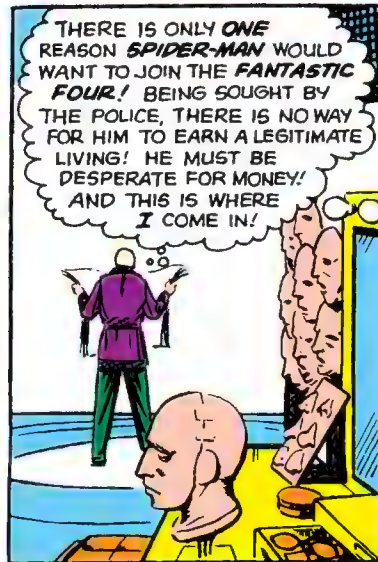
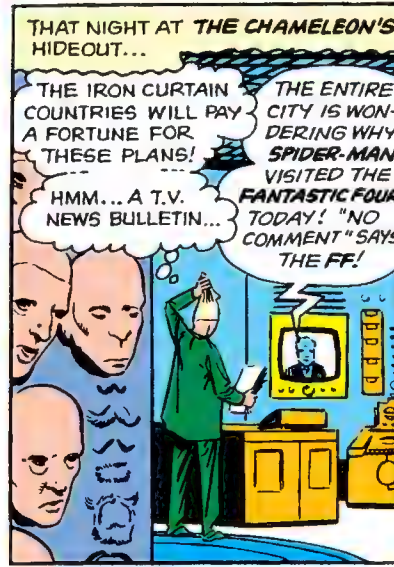
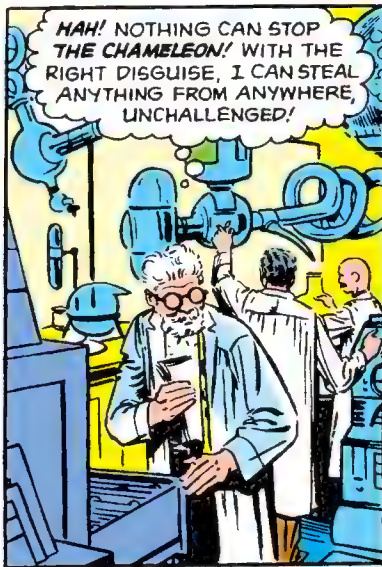
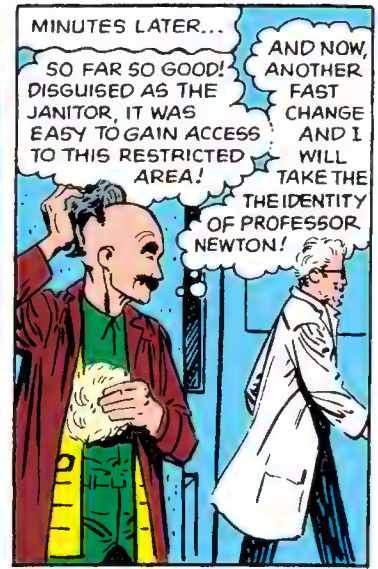
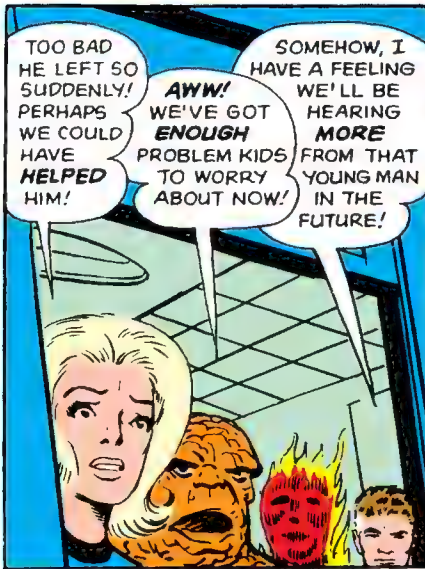


I MIGHT HAVE **KNOWN!** YOU'RE JUST LIKE ALL THE REST! READY TO BELIEVE THE **WORST** OF ANYONE!

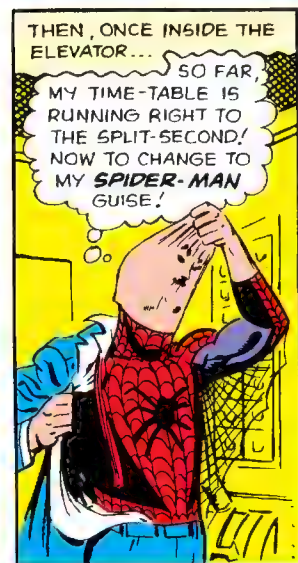
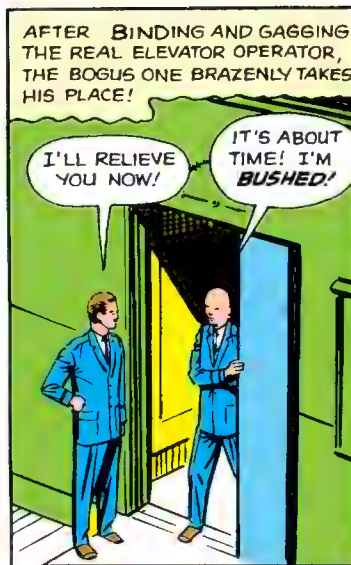
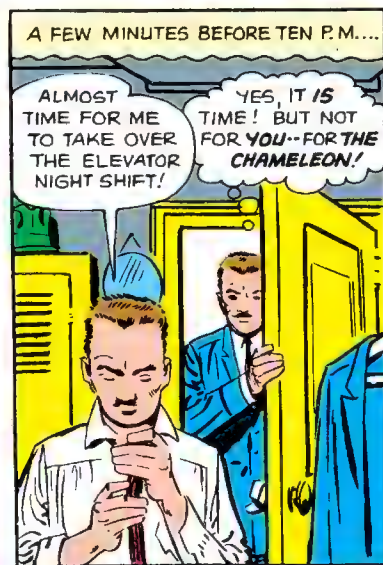
WAIT! COME BACK!

OKAY, KEEP ME OUT OF YOUR GROUP! WHO NEEDS YOU? I'LL MAKE YOU GUYS LOOK LIKE **PIKERS!**

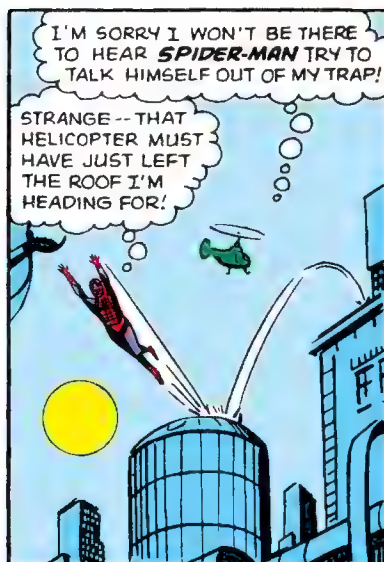
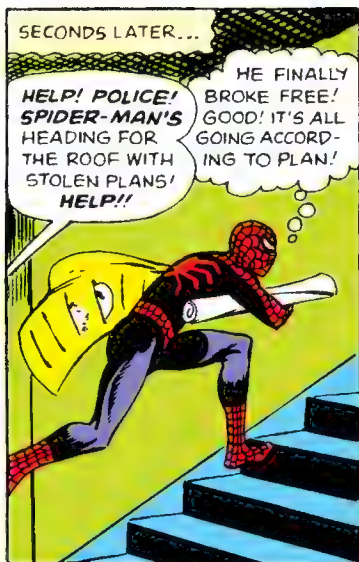




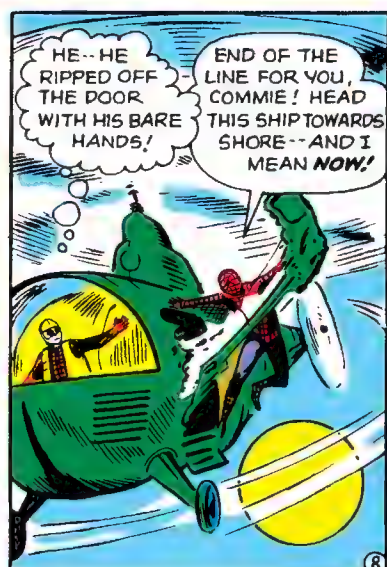
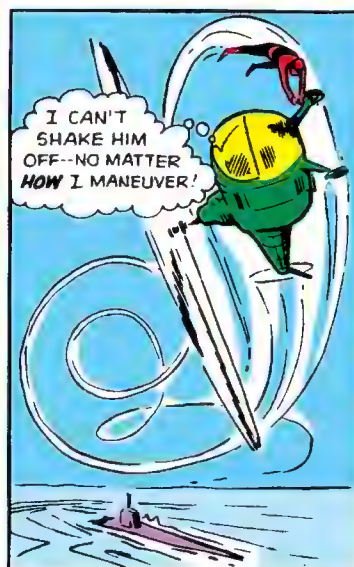
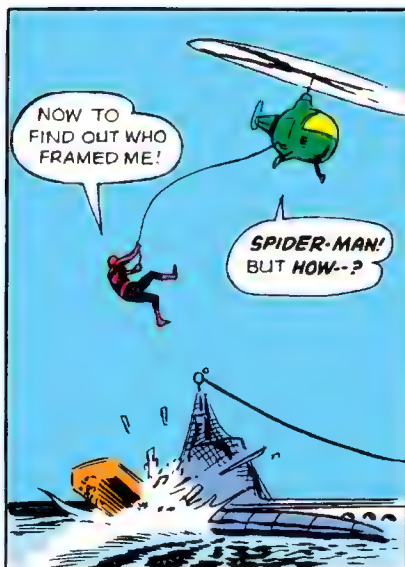
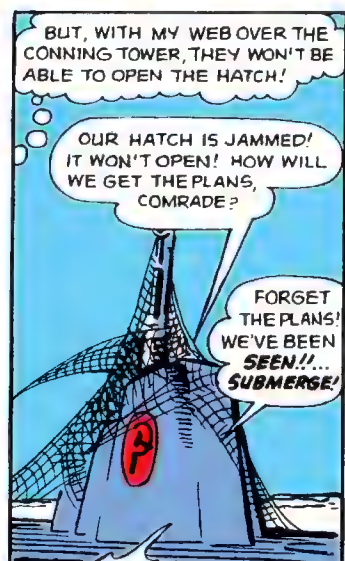
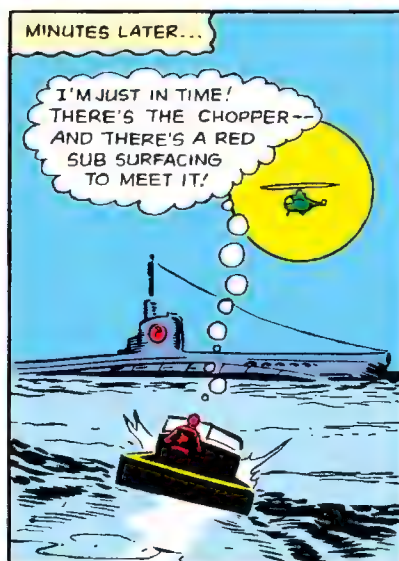
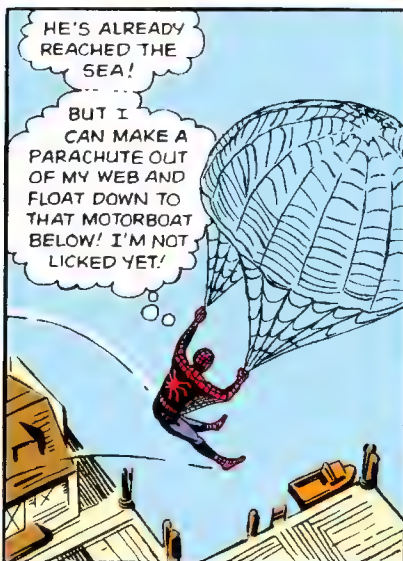




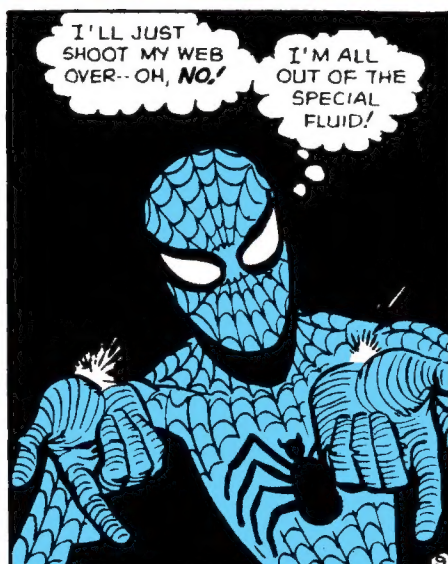
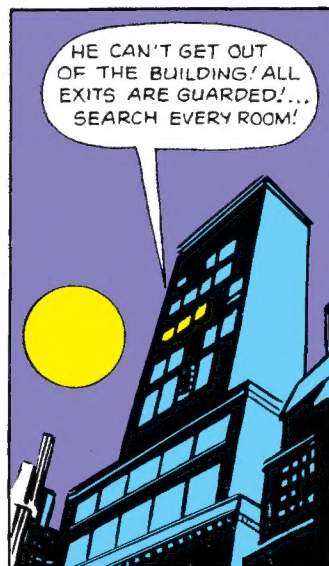




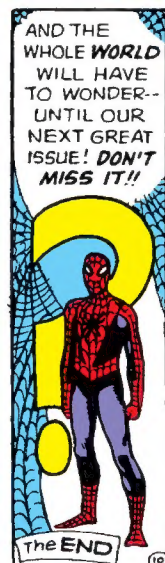
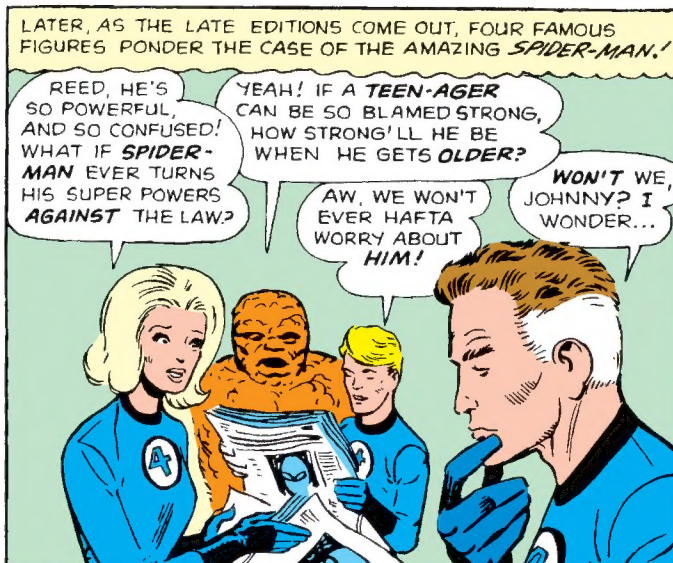














**A PERSONAL MESSAGE FROM**

# **SPIDER-MAN**

Hi, friends!

Hope you enjoyed this issue of the new AMAZING SPIDER-MAN!

Beginning with our THIRD ISSUE\* there'll be a letters page for your knocks and boosts, called THE SPIDER'S WEB! So, send your letters along now to SPIDER-MAN, THIRD FLOOR, 655 MADISON AVE., N. Y. 21, N. Y.!

Don't miss my new and different adventures in issue #2, on sale the beginning of February, 1963. Better ask your dealer to reserve your copy NOW, because judging by advance reports the demand will be greater than the supply!

Yours for thrills and fantasy... *Spider-Man*

**\*NOTE:**

We can't print your letters till our THIRD issue because our SECOND issue will already be on the presses by the time you read this!





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